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SUPREME COURT OF THE UNITED STATES

OCTOBER TERM, 1938

No. —, Original

COMMONWEALTH OF MASSACHUSETTS,
Complainant,

vs.

STATE OF MISSOURI ET AL.

MOTION FOR LEAVE TO FILE BILL OF COMPLAINT AND BILL OF COMPLAINT.

PAUL A. DEVER,
Attorney General of Massachusetts.
EDWARD O. PROCTOR,
Assistant Attorney General of Massachusetts.

SUPREME COURT OF THE UNITED STATES

OCTOBER TERM, 1938

No. —, Original

COMMONWEALTH OF MASSACHUSETTS,
Complainant,

vs.

STATE OF MISSOURI ET AL.

APPLICATION FOR LEAVE TO FILE.

Now comes the Commonwealth of Massachusetts and respectfully petitions for leave to file the annexed petition, being an original proceeding against the State of Missouri and divers citizens of the State of Missouri.

By its solicitors,

PAUL A. DEVER,
Attorney General.
EDWARD O. PROCTOR,
Assistant Attorney General.

SUPREME COURT OF THE UNITED STATES

OCTOBER TERM, 1938

No. —, Original

THE COMMONWEALTH OF MASSACHUSETTS,
Complainant,

vs.

THE STATE OF MISSOURI ET AL.

BILL OF COMPLAINT.

To the Honorable the Chief Justice and the Associate Justices of the Supreme Court of the United States:

The Commonwealth of Massachusetts, Complainant, brings this bill against the State of Missouri, St. Louis Union Trust Company, Trustee under indenture of trust made February 14, 1921, by Madge Barney Blak , St. Louis Union Trust Company, Trustee under indenture of trust made January 11, 1929, by Madge Barney Blake, and St. Louis Union Trust Company, Charles B. Maloy and Clarence E. Maloy, Trustees under indenture of trust made May 20, 1935, by Madge Barney Blake, Respondents, and avers as follows:

1. The complainant, The Commonwealth of Massachusetts, and the respondent, the State of Missouri, are sover-

eign States of the United States of America. The respondent, St. Louis Union Trust Company, is a corporation duly organized and existing under the laws of the State of Missouri relating to trust companies and a citizen and resident of said State of Missouri. The respondents, Charles B. Maloy and Clarence E. Maloy, are citizens and residents of the State of Missouri.

2. This is a controversy of a civil nature between two or more States of the United States of America, and between a State and citizens of another State, and, therefore, is within the original jurisdiction of this Court.

3. On or about February 14, 1921, one Madge Barney Blake executed and delivered to respondent, St. Louis Union Trust Company, as Trustee, her certain indenture of trust, wherein and whereby she assigned and conveyed to said St. Louis Union Trust Company, as Trustee, certain notes, bonds, shares of stock and other personal property particularly described and listed in the schedule attached to said indenture of trust, to be held by respondent, St. Louis Union Trust Company, in trust, for uses and purposes and upon terms and conditions and with powers and duties in said indenture defined. Said indenture provided, among the terms of the trust thereby created, that said trustee, after paying all necessary and usual expenses of preserving and managing the trust estate and those incident to the execution of the trust thereby created, should pay to the said Madge Barney Blake the remainder of the income during her lifetime. Said indenture further provided, among the terms of said trust, that, after the death of said Madge Barney Blake, said trustee, after setting apart certain trust funds for the benefit of named beneficiaries and after paying certain specific bequests, should distribute the residue of the trust estate to and among named charitable institutions in specified proportions. Said indenture further provided among the terms

of said trust that the trust therein declared, and the trust estate thereby created, and the interests thereunder vested, were subject to the express condition and reservation of the power in said Madge Barney Blake to revoke said indenture of trust in whole or in part, and to free the property constituting said trust estate or any portion thereof from the trusts therein declared, provided that such revocation should be in writing signed by her and acknowledged by her before a notary public and delivered to respondent, St. Louis Union Trust Company, whereupon the said trustee should deliver, convey and transfer to the said Madge Barney Blake the property constituting said trust estate, free from trust; and subject to the further condition that if at any time an emergency should exist requiring that the said Madge Barney Blake be permitted to withdraw from the trust and use any part of the principal thereof, the trustee should, upon her written certificate that such emergency exists and that she requires for her own use any specified property or sum of money less than the value of the trust estate, deliver and pay over to her thereupon such property or sum of money. Said Madge Barney Blake, by written assignment dated March —, 1923, (the day being omitted in the original), assigned certain shares of stock to said trustee as an addition to said trust estate. By instruments dated March 31, 1933, and June 2, 1934, respectively, said Madge Barney Blake modified said trust indenture of February 14, 1921. Copies of the indenture of trust of February 14, 1921, with the amendments of March 31, 1933, and June 2, 1934, are hereto attached, made a part hereof, and marked "Exhibit A, A(1) and A(2)," the list of securities, however, being omitted.

4. On or about January 11, 1929, said Madge Barney Blake, by indenture of trust bearing said date, transferred and assigned to Respondent, St. Louis Union Trust Company, as Trustee, certain personal property described in

a schedule attached to said indenture and marked "Exhibit A," to be held for uses and purposes and upon terms and conditions in said indenture set forth. Said indenture of trust provided among the terms thereof that said trustee should pay over the net income accruing from the trust estate to the said Madge Barney Blake so long as she should live, and after her death should pay over such net income to her husband, John Bapst Blake, or should use the same for his benefit so long as he should live, and that upon the death of her said husband, or at her death if she should survive him, said trustee should dispose of such property as should then remain in its hands and form the trust estate under said indenture, in the same manner and in the same proportions and to the same beneficiaries as was provided for the distribution of the residue of the trust fund created by her in said indenture of trust dated February 14, 1921. A copy of said indenture of January 11, 1929, is hereto annexed and marked "Exhibit B" and made a part hereof, the list of securities being omitted.

5. On or about May 20, 1935, said Madge Barney Blake, by indenture of trust bearing said date assigned and conveyed to Respondent, St. Louis Union Trust Company, as trustee, certain funds, securities and other personal property more particularly described in "Exhibit A" attached to said trust indenture and made a part thereof, in trust, however, for uses and purposes in said indenture mentioned. Said indenture of trust provided, among the terms of the trust thereby created, that, after the payment of all reasonable costs and expenses incurred in the administration of the trust estate, the said Madge Barney Blake should be entitled to receive all of the net income of the trust estate thereby created as long as she should continue to live; that after her death the income of said trust estate should be applied to the payment of specified annuities in favor of named nephews and nieces of said Madge Barney Blake,

and that upon the death of each of said annuitants, a proportionate part of the corpus of the trust estate, (subject to the remaining corpus being sufficient to satisfy the remaining annuities) and upon the death of the last annuitant to survive the balance of the corpus of the trust estate should be paid over and distributed free from trust to the same persons and in the same proportions as was provided for the distribution of the residue of the trust estate created by said indenture of trust dated February 14, 1921. In said indenture of trust of May 20, 1935, the said Madge Barney Blake reserved the right to alter, modify or amend said indenture upon her written notice to the trustee, and further reserved the right to revoke or vacate the trust in whole or in part, or to withdraw any of said funds, securities or property from its operation, at any time during her life upon her written notice to the trustee, and it was in said indenture of trust provided that upon the receipt of any such notice by the trustee revoking or vacating the trust or requesting the withdrawal of the said funds, securities or property, such trust as to such funds, securities or property, should stand revoked and vacated and the same should be delivered to the said Madge Barney Blake, free from trust. Said indenture of May 20, 1935, further provided that upon the death of said Madge Barney Blake, respondents, Charles B. Maloy and Clarence E. Maloy, should serve as co-trustees with said St. Louis Union Trust Company thereunder, and said respondents are now so serving. A copy of said indenture of May 20, 1935, is hereto annexed marked "Exhibit C" and made a part hereof, the list of securities being omitted.

6. The said Madge Barney Blake died on July 12, 1935, a citizen and resident of the Commonwealth of Massachusetts and of the United States of America, and domiciled in said Commonwealth.

7. At the time of the death of said Madge Barney Blake the Respondent, St. Louis Union Trust Company, held assets of the three trust estates consisting exclusively, except as hereinafter noted, of personal property, namely, stocks and bonds, which the complainant is informed and believes and therefore avers have an aggregate fair market value, together with interest accrued to the date of said death, in the amounts set forth below, namely—

Trust of February 14, 1921	$1,513,864.51
Trust of January 11, 1929	136,472.73
Trust of May 20, 1935	200,452.53

As a part of the trust property held under the trust of February 14, 1921, are two certificates of participation in ground rent of real estate located in the State of Missouri; valued with accrued interest to the date of death at $7,010.69 and $701.07 respectively.

8. The said Madge Barney Blake left a last will and testament, duly admitted to probate by the Probate Court of the County of Suffolk, Massachusetts, on October 21, 1935. Under said will letters testamentary were duly issued by said Probate Court on October 21, 1935, to Boston Safe Deposit and Trust Company, a corporation duly organized and existing under the laws of the Commonwealth of Massachusetts. The aggregate value of the assets comprising the estate of said decedent, administered in the Commonwealth of Massachusetts, was $12,646.02, before deduction of expenses of administration and Federal Estate Taxes.

9. Complainant is informed and avers that said executor of the estate of Madge Barney Blake filed under the Internal Revenue Laws of the United States an estate tax return; that the value, at the date of the death of said Madge Barney Blake, of the assets comprising the various trust estates referred to in Paragraphs 3, 4 and 5 of this bill of com-

plaint, were included on said return, as amended, in the gross estate of said decedent for Federal estate tax purposes; that said gross estate as returned by the executor for estate tax purposes was valued at $1,861,280.22; that said executor and said trustees have paid in respect thereto Federal estate taxes in the amount of $53,753; and that the Commissioner of Internal Revenue has determined that additional Federal estate taxes in the amount of $15,274.56 are payable by said executor or trustees, from which determination said executor has appealed to the United States Board of Tax Appeals, which appeal is now pending in said Board.

10. At the time of the death of said Madge Barney Blake there was, and now is, in effect in the State of Missouri an inheritance tax law contained in Revised Statutes of Missouri, 1929, Chapter 1, Article 21, Sections 570 to 604, both inclusive, as amended by Laws of 1930, page 130, wherein and whereby, and under said Section 570 whereof, said State of Missouri claims the right to impose a tax in the nature of a succession tax on the transfer of any property, real, personal or mixed, or any interest therein or income therefrom, in trust or otherwise, to persons, institutions, associations or corporations not therein exempted: when the transfer is made by a resident, or by a non-resident of said State, when such non-resident's property is within said State or within its jurisdiction, by deed, grant, bargain, sale or gift made in contemplation of the death of the grantor, vendor or donor, or intending to take effect in possession or enjoyment at or after such death, and when the transfer is made by a resident or by a non-resident, when such non-resident's property is within said State or within its jurisdiction, in trust or otherwise, and the transferor has retained for his life or any period not ending before his death, (1) the possession or enjoyment of or the income from the property, or (2) the

right to designate the persons who shall possess or enjoy the property or income therefrom, except in case of a *bona fide* sale for an adequate and full consideration in money or money's worth. Said Section 570 so providing was enacted by the 1931 Legislature of the State of Missouri and went into effect September 14, 1931. It expressly provided that property which was actually vested in persons or corporations before such law should take effect, should not be subject to the tax. At the time of the execution and delivery of said Indentures of Trust dated February 14, 1921, and January 11, 1929, there was in effect in the State of Missouri, and as part of said Inheritance Tax Law, a Section (Section 570, R. S. Mo. 1929, Section 558, R. S. Mo. 1919) whereby said State of Missouri claimed the right to impose a tax in the nature of a succession tax on the transfer of any property, real, personal or mixed, or any interest therein or income therefrom, ... trust or otherwise, to persons, institutions, associations, or corporations, not exempted: when the transfer was made by a resident or by a non-resident when such non-resident's property was within the State, or within its jurisdiction, by deed, grant, bargain, sale, or gift made in contemplation of the death of the grantor, vendor or donor, or intending to take effect in possession or enjoyment at or after such death. Said State by Section 576 of said Article does not claim, and as of the date of the death of said Madge Barney Blake did not claim, such tax to be payable in respect of personal property (except tangible personal property having an actual *situs* in said State) (a) if the transferor at the time of his death was a resident of a State or territory of the United States, or of any foreign country, which at the time of his death did not impose a transfer tax or death tax of any character in respect of property of residents of said State (except tangible personal property having an actual *situs* in such State or territory or foreign country), or (b) if the laws of the State,

territory or country of the residence of the transferor at the time of his death contained a reciprocal exemption provision under which non-residents were exempted from transfer taxes or death taxes of every character in respect of personal property (except tangible personal property having an actual *situs* therein), provided the State, territory or country of residence of such non-residents allowed a similar exemption to residents of the State, territory or country of residence of such transferor.

11. Complainant is informed and believes and upon information and belief avers that under said Inheritance Tax Law, the respondent, the State of Missouri, proposes to assess and collect an inheritance tax measured by the value of the assets comprising the trust estates referred to in Paragraphs 3, 4 and 5 of this bill of complaint; that respondent, the State of Missouri, and respondent, said St. Louis Union Trust Company, as Trustee under said Trust Indentures of February 14, 1921, and January 11, 1929, and respondents, St. Louis Union Trust Company, Charles B. Maloy and Clarence E. Maloy, as trustees under said indenture of trust of May 20, 1935, have agreed that the amount of such inheritance tax, if exigible in respect of all said transfers, would be $182,349.69, and that said parties have agreed that said tax, if exigible in respect of said transfers of February 14, 1921, and May 20, 1935, but not in respect of said transfer of January 11, 1929, would be $168,151.93, but that said trustee respondents deny that respondent, the State of Missouri, has any jurisdiction over any of the said transfers vesting the power in it, consistently with the Constitution of the United States and the amendments thereto, to levy, assess and collect a tax on succession thereto at the death of said Madge Barney Blake, denies that said transfer of January 11, 1929, is of such nature as may, consistently with the Constitution of the United States,

be made subject to a succession tax, and claims that said State has by said Section 576 relinquished its power to impose such tax, with respect to the trust property in the State of Missouri, because the State of the domicile of Madge Barney Blake, namely, the Commonwealth of Massachusetts, at the time of her death did not impose a transfer tax or death tax of any character in respect of personal property of residents of the State of Missouri, except tangible personal property having an actual *situs* in Massachusetts.

12. Said Madge Barney Blake was at all times from January 1, 1921, until her death an inhabitant of the Commonwealth of Massachusetts. At the time of her death there was, and now is, in effect in the Commonwealth of Massachusetts an Inheritance Tax Law contained in General Laws of Massachusetts (Tercentenary Edition) Chapter 65, by which there is subjected to tax all property within the jurisdiction of the Commonwealth belonging to inhabitants of the Commonwealth which shall pass by Will, intestacy, or by deed, grant or gift made in contemplation of the death of the grantor or donor or made or intended to take effect in possession or enjoyment after his death to any person with certain exemptions not material here and by which this tax is to be paid by the trustee. Your complainant claims the right to impose a tax on the passing of property by gift made in contemplation of death or made or intended to take effect in possession or enjoyment after death by an inhabitant of the Commonwealth when said gift takes the form of a trust of which a resident of another State is trustee.

13. Complainant says that it has jurisdiction to tax the passing of property under all of said trust indentures upon the death of said Madge Barney Blake, that it has through its duly authorized officers taken such action to determine the amount of the tax due and to certify the amount due to the persons by whom the tax is payable, as required by

the statute, as the circumstances herein set forth permit, and that there is due to it from the several trustees a total tax of $137,000. Complainant says that if it has jurisdiction to tax only the passing of property under the two revocable Trust Indentures and not under the irrevocable Trust Indenture upon the death of said Madge Barney Blake, that it has through its duly authorized officers taken such action to determine the amount of the tax due and to certify the amount due to the persons by whom the tax is payable, as required by the statute, as the circumstances herein set forth permit, and that there is due to it from the several trustees a total tax of $127,000.

14. Because of the reservation by said Madge Barney Blake in said indentures of trust dated February 14, 1921, and May 20, 1935, of the right to receive the income of the trust estates thereby created during her lifetime, and of the right to alter, amend or revoke the trusts thereby created, the transfers effected by said indentures are of a kind and nature which may constitutionally be subjected to State succession taxation at the time of her death. Because of the reservation by said Madge Barney Blake in said indenture of January 11, 1929, of the right to receive the income of the trust estate thereby created during her lifetime, the transfer thereby effected is such as may constitutionally be subjected to State succession taxes upon her death.

15. There are no persons or property subject to the processes of the courts of your complainant, the Commonwealth of Massachusetts, against whom or which the Commonwealth may proceed in the collection or attempted collection of its said tax, for the reasons that the assets composing the estate in Massachusetts will be exhausted in the payment of administration expenses and Federal estate taxes and that the Statute of the Commonwealth purports

to levy and assess succession taxes upon the trustees with respect to the trust property and not upon the executors.

16. Because of the facts set forth in the preceding paragraph of this complaint, the complainant is without remedy except in this Honorable Court. It is unable to reduce its claim for taxes to a judgment in its own courts for want of any property or persons upon whom or upon which process from its courts may be served. It is without right to compel the courts of the State of Missouri to take jurisdiction of any action it may bring against citizens of Missouri or property within the State of Missouri to enforce its claim for taxes, in view of the decisions of this Honorable Court that this right so to do is still an open question. This same inability applies to the United States Courts within the State of Missouri.

17. Both this complainant, the Commonwealth of Massachusetts, and the respondent, the State of Missouri, claim the exclusive right to subject to a succession tax the trustees and the trust property within the State of Missouri. The complainant is informed and believes, and, therefore, avers, that the respondent, the State of Missouri, intends to exercise its jurisdiction over the Trustees and the trust property within its jurisdiction, to subject such persons and property to its own succession tax, to the exclusion of the complainant and of the taxes of the complainant. Only this Honorable Court has jurisdiction to determine this controversy between these two States of the United States as to which of them has the exclusive right to levy and collect an inheritance tax upon the trustees and the trust property in the State of Missouri.

18. This Honorable Court, having the exclusive jurisdiction of this controversy between the two States of the United States and of the claim of the complainant against

the citizens of Missouri, is the only forum in which all of the questions in dispute between all of the parties can be finally settled and determined.

19. The issues presented here are (a) whether complainant, the Commonwealth of Massachusetts, or respondent, the State of Missouri, has exclusive jurisdiction over the transfers of the assets comprising said trust estates so as to have the power, consistently with the Constitution of the United States and the amendments thereto, to impose a tax on the succession thereto, and (b) secondarily whether the State having such jurisdiction may constitutionally treat the transfer effected by said indenture of January 11, 1929, as testamentary in character and subject to inheritance taxes. Complainant, the Commonwealth of Massachusetts, claims jurisdiction over said transfers by reason of the fact that the said Madge Barney Blake died domiciled within said Commonwealth, and upon her death within the Commonwealth the transfers effected by said indentures of trust became complete. The State of Missouri claims such jurisdiction by reason of the fact that the title to, and domination and control over, all of the assets of said trust estates was vested in said St. Louis Union Trust Company, a Missouri corporation doing business in the City of St. Louis, Missouri, and all such assets had a *situs* in said State in the sense that the evidences thereof were there physically located and said assets were there in fact administered. Said primary issue of jurisdiction therefore involves a direct conflict of the claims of two sovereign States.

20. In consideration whereof, and for as much as complainant is without adequate remedy save in this Honorable Court sitting as a court in equity, the complainant prays this Honorable Court to issue its writ of subpoena in due form directed to the State of Missouri and St. Louis Union

Trust Company, as trustee under each of the trust indentures herein referred to, and to Charles B. Maloy and Clarence E. Maloy, as trustees under said indenture of May 20, 1935, commanding them on a day certain to appear before this Honorable Court to answer all and singular the matters and things hereinbefore set forth and complained of, but answer to this bill of complaint need not be under oath, answer under oath of each of the respondents being hereby expressly waived.

21. And the complainant prays that this Court may determine, declare and adjudge whether the complainant, the Commonwealth of Massachusetts, or the respondent, the State of Missouri, has the jurisdiction and lawful right to impose transfer, succession or inheritance taxes in respect of said several transfers under the facts and circumstances herein presented, and may determine, declare and adjudge that the complainant has the right and jurisdiction to impose such taxes in respect of all said transfers.

22. And the complainant further prays for all other, further, different and additional relief, by injunction or otherwise, as this Honorable Court may deem expedient, and offers to do all such equity as this Honorable Court shall require.

For the Complainant,

PAUL A. DEVER,
Attorney General.
EDWARD O. PROCTOR,
Assistant Attorney General.

HENRY T. LONG,
Commissioner of Corporations and Taxation.

EXHIBIT A.

This indenture of trust, made this 14th day of February, 1921, witnesseth, that,

I, Madge Barney Blake, of the City of Boston and State of Massachusetts, in consideration of the love and affection which I have for the individual beneficiaries hereinafter mentioned or referred to and in order to provide for the maintenance after my death of certain charitable organizations hereinafter mentioned, have given, granted, assigned, set over and conveyed, and by these presents do give, grant, assign, set over and convey unto the St. Louis Union Trust Company, a corporation organized and existing under the laws of the State of Missouri, as trustee, and unto its successors and assigns, in trust, the several notes, bonds, shares of stock and other personal property more particularly described and listed in the schedule hereunto attached, marked "Exhibit A" and made a part hereof.

To have and to hold the same, and such other goods, chattels and choses in action as may hereafter during the life of this trust be acquired by said trustee pursuant to the powers hereinafter given to it, or as may be hereafter during my lifetime delivered to it as such trustee by me, *in trust*, however, for the uses and purposes, upon the terms and conditions, and with the powers and duties hereinafter stated:

Said trustee shall hold and manage said fund and such property as it may subsequently acquire or receive as aforesaid (all of which for convenience will hereinafter be referred to as "Trust Estate") and the increment thereto, with full power from time to time to sell, exchange, lease or encumber all or any portion thereof in such manner and upon such terms and conditions as it, in its discretion, may

approve, and with full power to invest any cash forming part of the principal of said trust estate and the proceeds of sale of any portion thereof, in such manner as in its opinion may be suitable, and to change investments and make new investments from time to time as to it may seem necessary or desirable; *provided, however,* that during my lifetime no such sale, lease, exchange, encumbrance or investment shall be made without my written consent, nor after my death and during the lifetime of my sister Emma Barney Maloy, unless she shall give such assent, or unless she shall request in writing that she be not consulted respecting any such sale, lease, exchange, encumbrance or investment.

Said trustee shall have the further power to collect the income from said trust estate and to determine whether any money or property coming into its hands as such trustee, or any portion thereof, shall be considered a part of the income from said trust estate and be payable to those beneficiaries who are entitled under the provisions of this instrument to said income, or shall be considered and treated as a part of the principal of said trust estate which will pass to those entitled to said principal under the provisions hereof; and to apportion between such principal and income any loss or expenditure in connection with said trust estate in any manner which to it may seem just and equitable. Said trustee shall also have the power to purchase and invest in property in other States than Missouri, and to hold in other States than Missouri, any property or securities subsequently acquired by it pursuant to the provisions hereof, and to so hold any funds hereby given to it; *provided, however,* that during my lifetime said trustee shall, when so requested by me in writing, sell any part or parts of said trust estate in the manner and for the consideration or considerations which I may in such request

express, and said trustee shall, whenever requested by me in writing so to do, invest any funds in its hands forming a part of the principal of said trust estate in the manner and by the purchase of such property as I may in such written request indicate.

Said trustee, after paying all necessary and usual expenses of preserving and managing said trust estate and those incident to the execution of the trusts hereby created, shall pay over to me the remainder of the income.

(1) After my death said trustee shall set aside money or property which in its opinion shall have at the time the reasonable value of one hundred thousand dollars ($100,000.00). It shall invest and manage such fund pursuant to the powers hereinabove given to it and pay the net annual income arising therefrom to my husband, John Bapst Blake, during his lifetime, in such instalments as may be found practicable and convenient to him. At his death, or if I shall survive him then at my death, one-third of said trust fund of one hundred thousand dollars, and of the accumulated undistributed income therefrom, shall be transferred and paid over unto the Society for the Propagation of the Faith, whose headquarters are in New York City; one-third thereof to Missouri Province Educational Institute, whose headquarters are now at St. Louis University, St. Louis; and the remaining one-third to Very Reverend Francis X. McMenamy, S. J., Provincial of the Missouri Province of the Society of Jesus, or his successor in office, for the purposes and in the proportions hereinafter expressed in paragraph three (3) hereof for the disposition of fifteen-fiftieths (15/50ths) of my residuary estate therein bequeathed to him.

(2) After my death said trustee shall set apart for each of the present four children of my sister, Emma Barney

Maloy, who shall then be living, property and money of the reasonable value at that time of fifty thousand dollars ($50,000.00) and a like amount for the joint use of all of the children of each one of said children of my said sister, who may then have died leaving a descendant or descendants living at the time of my decease; shall invest and manage said fund pursuant to the powers hereinabove conferred upon it; and shall hold the same for the uses and upon the conditions hereinafter set forth. The present four children of my sister, Emma Barney Maloy, are Charles B. Maloy, Clarence E. Maloy, Helen Maloy Wall and Alice Maloy McMahon.

(a) If either one of said sons of my said sister who shall be living at the time of my death shall have then reached the age of thirty years, one of said funds of fifty thousand dollars ($50,000.00) shall be paid over forthwith to him. If either one of her said sons shall then survive and shall then be under the age of thirty years, his said share shall be held by the trustee for his use and benefit and the net income accruing therefrom shall be paid over to him at such times and in such instalments as may be found practicable and convenient, until he shall attain the age of thirty years, at which time the principal thereof shall be paid to him free from trust. If either of said sons of my said sister who shall be living at the time of my death shall die before reaching the age of thirty years and shall leave any descendant surviving him, said fund of fifty thousand dollars ($50,000.00) so held for his benefit during his lifetime shall thereafter be held for the equal benefit, *per stirpes*, of such descendants, and the net income arising from the share of each such descendant shall be used and applied by said trustee for the support, education and best interests of him or her until he or she shall attain the age of twenty-one

(21) years, at which time the principal or *corpus* of his or her share shall be paid over to him or her outright, free from trust. If any such descendant of such deceased nephew shall die under the age of twenty-one years leaving issue, such issue shall take the share of such deceased parent. If either of my said nephews living at my decease shall die without any descendant surviving him, or if any descendant of a deceased nephew shall die without issue and before having reached the age of twenty-one years, his or her share shall be disposed of among the institutions and persons mentioned in paragraph three (3) hereof and in the proportions therein specified.

(b) During the lifetime of each of said daughters of my said sister who shall be living at the time of my death, one of said funds of fifty thousand dollars ($50,000.00) hereinabove conveyed or set apart in trust shall be held for her benefit, and the net income accruing therefrom shall be paid over to her during her lifetime at such times and in such instalments as may be found practicable and convenient. If either of them who shall be living at the time of my death shall die leaving any descendant or descendants surviving her, said trust fund shall be held for the equal benefit, *per stirpes*, of her said descendants, and the net income from the share of each such descendant shall be used and applied by said trustee for the support, education and best interests of such descendant until he or she shall attain the age of twenty-one (21) years, at which time the principal or *corpus* of his or her share shall be paid over to him or her free from trust. If any such descendant of such deceased niece shall die under the age of twenty-one, leaving issue, such issue shall take the share of such deceased parent. If either of my said nieces living at my death shall die without any descendant surviving her, or if any descendant of a de-

ceased niece shall die under the age of twenty-one without issue, his or her said share shall be disposed of among the institutions and persons mentioned in paragraph three (3) hereof and in the proportions therein specified.

(c) If at the date of my death either of my said nephews or nieces above named shall have died leaving descendants then living, the fund of fifty thousand dollars ($50,000.00) hereinabove conveyed or set apart in trust for the descendants of each such niece and nephew shall be held for their equal benefit, *per stirpes*, and the net income accruing from the share of each of said descendants shall be used and applied by said trustee for the support, education and best interests of each such descendant until he or she shall attain the age of twenty-one years, at which time the principal of his or her share of said trust estate shall be transferred or paid over to him or her outright, free from trust. If, however, any such descendant of a deceased nephew or niece of mine shall die before having reached the age of twenty-one (21), and shall leave issue surviving him or her, such issue shall take the share of such deceased parent, but if no issue shall survive, said share of such deceased parent shall be disposed of among the institutions and persons mentioned in paragraph three (3) hereof, and in the proportions and for the purposes therein set forth.

(d) If my friend Florence Gilmore, of Columbus, Ohio, or her daughter Florence, shall be living at the time of my death, the trustee shall set apart and hold in trust money or property of the fair value of twenty thousand dollars ($20,000.00), with all the powers of management, sale and investment hereinabove conferred upon it. During the lifetime of my said friend said trustee shall pay to her out of the income, and if necessary out of the principal, an annuity of nine hundred dollars ($900.00) in equal monthly in-

stalments of seventy-five dollars ($75.00) each. At her death, or if she shall not survive me then at my death, the said annuity of nine hundred dollars ($900.00) shall be paid to her said daughter Florence during her lifetime in instalments as aforesaid. After the death of both of said beneficiaries the said principal fund and any excess of income from said fund shall be disposed of as hereinbelow directed in paragraph numbered three (3) hereof.

(e) If Susan Flynn, daughter of my friend, Mrs. Anne Skinner, of New York City, shall be living at the time of my death, the trustee shall set apart and hold in trust money or property of the fair value of twenty thousand dollars ($20,000.00), with all the powers of management, sale and investment hereinabove conferred upon it. During the lifetime of said Susan Flynn said trustee shall pay to her out of the income, and if necessary out of the principal, an annuity of nine hundred dollars ($900.00) in equal monthly instalments of Seventy-five dollars ($75.00) each. After the death of said beneficiary the said principal fund and any excess of income from said fund shall be disposed of as hereinbelow directed in paragraph numbered three (3) hereof.

(f) If Katy Darcy, of St. Louis, Missouri, or her sister Julia, shall be living at the time of my death, the trustee shall set apart and hold in trust money or property of the fair value of fourteen thousand dollars ($14,000.00), with all the powers of management, sale and investment hereinabove conferred upon it. During the lifetime of the said Katy Darcy said trustee shall pay to her out of the income, and if necessary out of the principal, an annuity of six hundred dollars ($600.00) in equal monthly instalments of fifty dollars ($50.00) each. At her death, or if she shall not survive me then at my death, the said annuity of six

hundred dollars ($600.00) shall be paid to her said sister Julia, during her life time, in instalments as aforesaid. After the death of both of said beneficiaries the said principal fund and any excess of income from said fund shall be disposed of as hereinbelow directed in paragraph numbered three (3) hereof.

(g) The trustee shall give, as a remembrance from me to the children of my husband, the following amounts: Two thousand dollars ($2,000.00) to Barbara; one thousand dollars ($1,000.00) to Betty; and five hundred dollars ($500.00) to each of his sons.

(h) To each of the grandchildren of my sister, Emma Barney Maloy, who may be living at the time of my death, the trustee shall give the sum of five thousand dollars ($5,000.00); and if subsequent to my death and within twenty-one years thereafter there shall be born to any of my said nieces or nephews any additional child or children and after the birth of any one or more of them there shall from time to time and within twenty-one years after my death, revert to or remain in the hands of the trustee any funds or property, theretofore held by it in trust for any beneficiary whose right therein or in the income therefrom shall have ended by death or otherwise, which fund by the terms hereof would but for this provision be disposed of under paragraph three (3) hereof, the trustee shall use such fund or property, so far as it will suffice, in making payments to each such afterborn grandniece or grandnephew of mine, until he or she shall have received the sum of five thousand dollars ($5,000.00); *provided, however,* that when any such fund shall so revert by death of life beneficiary or otherwise and it or any part of it shall not be necessary to complete the payment to each of such grandnieces or grandnephews then living, of the full sum of five

thousand dollars, said fund or so much thereof as may not be needed to complete such payments shall be forthwith distributed as provided in paragraph three (3) hereof.

(i) If the trust property shall not be sufficient to pay all of the foregoing amounts I direct that they shall be paid in the order named, each gift in its serial order being fully paid before any of the succeeding gifts shall be paid either in whole or in part.

(j) If any succession tax or tax upon any of the gifts hereinabove made be lawfully levied or assessed by the Government of the United States or of the State of Missouri against either the trustee or any beneficiary hereunder, such tax shall be paid by the trustee as an expense of the administration of this trust.

(3) If, after paying all of the foregoing gifts, any property shall remain in the hands of the trustee, it shall be disposed of as follows after having paid to His Grace, Most Reverend John J. Glennon, Archbishop of St. Louis, Missouri, or his successor in that office, the sum of five thousand dollars ($5,000.00), to establish a burse in Kenrick Seminary, called the Burse of the Holy Ghost, for the education of young men for the priesthood. That is to say:

All said residue of the said property hereinabove assigned or conveyed in trust and also all funds which shall remain in the hands of the trustee after the termination of any of the trusts hereinabove created and expressed and directed to be disposed of as in this paragraph three (3) provided, subject to their contingent use pursuant to clause (h) of paragraph two (2) hereof, shall be distributed among the following persons and institutions in the following named proportions: Fifteen-fiftieths (15/50ths) to the said Society for the Propagation of the Faith, whose

headquarters are in New York; fifteen-fiftieths (15/50ths) shall be paid and transferred to the Very Reverend Francis X. McMenamy, S. J., Provincial of the Missouri Province of the Society of Jesus, or, in case at the time of my death he shall not hold said office of Provincial of the Missouri Province, then to the person who at that time is performing the duties of said office, for the missions of the Society of Jesus in China, Japan, India, Africa and the United States of America; one-fifth of such amount to be given by him to the missions in each one of the five countries mentioned. I leave it to his discretion to determine how in each one of the five countries mentioned said one-fifth is to be divided among the various missions of the Society of Jesus which are established in each of said countries, with this proviso: that one-quarter (¼) of the sum given to the missions of the Society of Jesus in the United States of America shall be devoted to the undertakings of said Society of Jesus among the Indians of this country and the other three-quarters (¾) to their undertakings among the Negroes.

And the remaining twenty-fiftieths (20/50ths) shall be paid and transferred, in the proportions stated, to the following named institutions.

To the Convent of the Good Shepherd, in St. Louis, Missouri, one-ninety-sixth (1/96th) thereof;

To the Convent of the Good Shepherd, in Boston, Massachusetts, one-ninety-sixth (1/96th) thereof;

To the Little Sisters of the Poor, in St. Louis, Missouri, one-forty-eighth (1/48th) thereof, to be divided equally between the two houses of said order in the City of St. Louis;

To the Little Sisters of the Poor, in Boston, Massachusetts, one-forty-eighth (1/48th) thereof;

To the Catholic Foreign Mission Society of America,

whose headquarters are in Ossining, New York, seven-forty-eighths (7/48ths) thereof.

To the Missouri Province Educational Institute, whose headquarters are in St. Louis, Missouri, twenty-eight-forty-eighths (28/48ths) thereof;

To the Helpers of the Holy Souls in Purgatory, whose headquarters are in St. Louis, Missouri, two-forty-eighths (2/48ths) thereof;

To the Catholic Church Extension Society of United States of America, whose headquarters are in Chicago, Illinois, eight-forty-eighths (8/48ths) thereof;

Provided, however, that if either of my said nephews above or any one or more of my stepsons now living, before said fund provided for under this paragraph three (3) hereof shall have been divided and distributed as next hereinabove directed, shall have taken orders and entered the Catholic priesthood, then the sum of five thousand dollars ($5,000.00) shall be paid first out of said residuary fund to each such nephew and stepson so taking orders, and entering the Catholic priesthood, to be used by him for religious or charitable purposes, as he may see fit; and the remainder of the fund shall be distributed among the institutions in this paragraph three (3) mentioned and in the proportions herein expressed. Said sum so payable to either of my said nephews shall be in addition to any sum to which he may be entitled under any provision of this instrument, and the same shall be true of any such sum so payable to either of my stepsons.

(4) The income from said trust estate hereby provided for each of said beneficiaries shall not be liable for his or her debts, present or future, and shall not be subject to the right on the part of any creditor to seize or reach the same under any writ or by any proceeding at law or in

equity, and no such beneficiary shall have any power to give, grant, sell, convey, mortgage, pledge or otherwise dispose of, encumber or anticipate the income or any instalment thereof, or any share of the principal of said trust estate, it being my desire and I so direct that no right of disposition of any such property shall vest in any beneficiary hereunder until the same shall have been actually transferred or paid over to him or her.

This trust is herein declared and the trust estate is herein created and the interests hereunder are vested subject to the express condition and reservation of power in me, said Madge Barney Blake, to revoke this indenture of trust in whole or in part, and to free the property constituting said trust estate, or any portion thereof, from the trusts herein declared, provided that such revocation shall be in writing, signed by me and acknowledged by me before a notary public, and delivered to the St. Louis Union Trust Company; and thereupon the trustee hereunder shall deliver, convey and transfer to me the property constituting said trust estate, free from trust; and subject to the further condition that if at any time an emergency shall exist requiring that I be permitted to withdraw from the trust and use any part of the principal the trustee shall, upon my written certificate that such an emergency exists and that I require for my own use any specified property or sum of money less than the value of the trust estate, deliver and pay over to me thereupon such property or sum of money, and my receipt therefor shall be full acquittance to said trustee from further responsibility with respect to such property or money to account to any person or institution, whomsoever.

(5) If after my death said trustee shall think it advisable or desirable to postpone the division of the trust estate it

may hold the same intact for any period not exceeding three years, paying out during such time only the following incomes: to my husband five thousand dollars ($5,000.00) per annum; to each of my said nephews or his descendants in case of his death, twenty-five hundred dollars ($2500.00) per annum; to each of my said nieces or her descendants in case of her death, twenty-five hundred dollars ($2500.00) per annum; to said Florence Gilmore or her daughter, nine hundred dollars ($900.00) per annum; to said Susan Flynn, nine hundred dollars ($900.00) per annum; and to Katy Darcy or her sister Julia, six hundred dollars ($600.00) per annum.

In witness whereof, I, Madge Barney Blake, have hereunto set my hand and the St. Louis Union Trust Company as evidence of its consent to act as trustee hereunder has caused these presents to be executed in its corporate name by its Vice-President, and its corporate seal to be hereunto affixed, duly attested by its Secretary, on the day and year herein first written.

Executed in duplicate.

MADGE BARNEY BLAKE, [SEAL.]

ST. LOUIS UNION TRUST COMPANY,

By JOHN F. SHEPLEY,

[SEAL.] *President.*

Attest:

M. F. HAINES,

Asst. Secretary.

The undersigned, John Bapst Blake, husband of the grantor in the foregoing deed of gift in trust, approves of the disposition of the property, therein described or referred to, in the manner therein set forth; hereby assents to the execution thereof by his wife, the said Madge Barney

Blake; and hereby releases and renounces all his marital rights, vested and inchoate, in said property.

JOHN BAPST BLAKE.

See memo—John R. Shepley, 4/1/33, *in re* commission on income to be 2½%.

Compensation of the trustee named in above indenture shall be limited to a commission of 5% of the income and 2½% of reasonable value of the principal when finally distributed.

In case of revocation of the instrument no commission on the principal will be taken.

JOHN F. SHEPLEY,
Prest.

February 14, 1921.

EXHIBIT A (1).

First Amendment.

Whereas, I, Madge Barney Blake, did, on the 14th day of February, 1921, execute a certain trust indenture, wherein the St. Louis Union Trust Company is named trustee, and

Whereas, in and by the terms of said indenture I reserved the right to revoke its terms in whole or in part at such time and in such manner as I may desire;

Now, therefore, in pursuance of such power reserved in me, I hereby amend said indenture as follows:

At the death of any beneficiary thereunder any accrued net income and undistributed net income of his or her share shall go to the next estate as income unless the trust as to such share terminates upon the death of such beneficiary in which event said accrued and undistributed net income shall be distributed as a part of the principal of such share.

In addition to the direction given to the trustee by the

terms of paragraph (2) (j) of said indenture, I direct that the trustee shall pay as an expense of the administration of the trust all succession taxes or tax upon any of the gifts made under said indenture lawfully levied or assessed by any State of the United States or by the United States against either the trustee or any beneficiary under said indenture.

Except as hereinabove amended, I hereby ratify and confirm said trust indenture dated February 14th, 1921.

In testimony whereof, I have hereunto set my hand and seal this 31st day of March, 1933.

MADGE BARNEY BLAKE. [SEAL.]

Notice of the above amendment is hereby acknowledged.

ST. LOUIS UNION TRUST COMPANY,
As Trustee,

[SEAL.]

By JOHN R. SHEPLEY,
Vice-President.

Attest:
M. McCONNELL,
Assistant Secretary.

STATE OF MISSOURI,
City of St. Louis, ss:

On this 1st day of April, 1933, before me personally appeared Madge Barney Blake, to me known to be the person described in and who executed the foregoing instrument and acknowledged that she executed the same as her free act and deed.

In testimony whereof, I have hereunto set my hand and affixed my official seal at my office in the State of Missouri, the day and year in this certificate first above written.

LIN D. HAM,
Notary Public.

[SEAL.]

My Commission expires June 5, 1934.

EXHIBIT A (2).

Amendment to Trust Indenture.

Whereas, I, Madge Barney Blake, of Boston, Massachusetts, did on the 14th day of February, 1921, execute a certain trust indenture wherein the St. Louis Union Trust Company is trustee, and

Whereas, in and by the terms of the said indenture I reserved the right to revoke the same in whole or in part, and

Whereas, I executed an amendment to said indenture of trust on March 31, 1933;

Now therefore, I hereby further amend the said indenture as follows:

I hereby revoke that portion of the said indenture reading as follows:

> "Provided, however, that during my lifetime no such sale, lease, exchange, encumbrance or investment shall be made without my written consent, nor after my death and during the lifetime of my sister, Emma Barney Maloy, unless she shall give such assent, or unless she shall request in writing that she be not consulted respecting any such sale, lease, exchange, encumbrance or investment."

I direct, however, that during my lifetime my stock in the Burroughs Adding Machine Company shall not be sold by my trustee without my written consent.

I hereby approve all of the investments previously made by my trustee for the account of the trust estate without my written consent and approval.

Except as herein amended I hereby ratify and confirm the said indenture of trust and first amendment thereto in every other respect and particular.

In testimony whereof, I have hereunto set my hand and seal this 2 day of June, 1934.

MADGE BARNEY BLAKE. [SEAL.]

Notice of the above Amendment is hereby acknowledged.

ST. LOUIS UNION TRUST COMPANY,

Trustee,

By JOHN R. SHEPLEY,

Vice-President.

STATE OF MISSOURI,

City of St. Louis, ss:

On this 2nd day of June, 1934, before me personally appeared Madge Barney Blake, to me known to be the person described in and who executed the foregoing instrument and acknowledged that she executed the same as her free act and deed.

In testimony whereof, I have hereunto set my hand and affixed my official seal at my office in the city and State aforesaid the day and year in this certificate first above written.

LIN D. HAM,

[SEAL.] *Notary Public.*

My term expires June 5, 1934.

EXHIBIT B.

Know all men by these presents, That I, Madge Barney Blake, of the City of Boston, and State of Massachusetts, in consideration of the love and affection which I have for the beneficiary hereinafter named, have assigned, conveyed and set over, and by these presents do assign, convey and set over unto the St. Louis Union Trust Company, a corporation organized under the laws of the State of Missouri, as trustee, the property described in the schedule hereto attached and marked "Exhibit A", to hold the same for the

uses and purposes and upon the terms and conditions hereinafter set forth, that is to say:

Said trustee shall receive and hold said property, investing such part thereof as may be in cash by lending the same upon such terms and conditions as it may approve, or by the purchase of any stocks, preferred or common, bonds or other personal property which it may select for such purpose, with power at any time and from time to time to sell or otherwise dispose of any property so acquired or constituting a part of the trust estate for such consideration and upon such terms as it may approve, and with power and authority to make and change such investments as it may see fit, and shall pay over the net income accruing therefrom to me, so long as I shall live, and after my death to my husband, John Bapst Blake, or use the same for his benefit, so long as he shall live. If at any time, in the opinion of said trustee, my said husband shall need more than the net income accruing from said invested fund, it shall have power at any time and from time to time to convert and use for his benefit part of the principal, provided the amount paid or used for his benefit from income and principal, shall not exceed the sum of five thousand dollars ($5,000.00) in any one year.

At the death of my said husband, or at my death if I shall survive him, the trustee shall dispose of such property as shall then remain in its hands and form the trust estate hereunder, in the same manner and in the same proportions and to the same beneficiaries as is provided for the distribution of the residue of the trust fund created by me in an instrument of trust dated February 14th, 1921, in which I was donor and the St. Louis Union Trust Company was named as trustee,

In testimony whereof, I, Madge Barney Blake, have hereunto set my hand and seal, and the St. Louis Union Trust Company, as evidence of its consent to act as trustee here-

under, has caused these presents to be executed in its corporate name by its Chairman of its Board and its corporate seal to be hereunto affixed, duly attested by its Secretary, this 11th day of January, 1929.

(S.) MADGE BARNEY BLAKE, [SEAL.]
ST. LOUIS UNION TRUST COMPANY,
(S.) By JOHN F. SHEPLEY,
Chairman.

Attest:
WALLIS G. ROWE,
Secretary.

STATE OF MASSACHUSETTS,
County of Suffolk, ss:

On this 11th day of January, 1929, before me personally appeared Madge Barney Blake, to me known to be the person described in and who executed the foregoing instrument, and acknowledged that she executed the same as her free act and deed.

Witness my hand and notarial seal the day and year above written.

(S.) NELSON B. VANDERHOOF,
Justice of the Peace.

My commission expires Nov. 16, 1934.

EXHIBIT C.

Indenture of Trust.

This indenture, made and entered into this 20th day of May, 1935, by and between Madge Barney Blake, of the City of Boston and State of Massachusetts, hereinafter referred to as the "Donor", and St. Louis Union Trust Company, a Missouri corporation, hereinafter referred to as the "Trustee", Witnesseth:

That the said Donor has assigned, transferred, conveyed and delivered, and by these presents does hereby assign, transfer, convey and deliver unto the said trustee, certain funds, securities and property more particularly described in "Exhibit A" attached hereto and made a part hereof, in trust, however, for the uses and purposes hereinafter mentioned:

SECTION #1. The said trustee shall have full power and authority to manage and control the trust estate and to hold, sell, exchange, lease, rent, mortgage, pledge, assign, transfer, or otherwise dispose of all or any part thereof, at such times, for such consideration and upon such terms and conditions as it may see fit, and it may invest and reinvest all or any part of the trust estate in such stocks, common or preferred, bonds, notes, securities or other property as it may deem most advisable, and it may make and change such investments from time to time according to its discretion.

SECTION #2. After the payment of all reasonable costs and expenses incurred in the administration of the trust estate, the net income shall be devoted to the following uses and purposes: As long as the donor continues to live, she shall be entitled to receive all of said net income. If at the time of the donor's death her sister, Emma Barney Maloy, shall be living, she shall be entitled to receive all of said net income for and during the balance of her natural life. Upon the death of the said Emma Barney Maloy, or if she shall not be living at the time of the donor's death, then upon the death of the donor, said income shall be used to provide for such of the children of the said Emma Barney Maloy as shall then be living for and during their respective natural lives an annual income equal to the amount set opposite their respective names as follows:

Charles B. Maloy	$2400.00
Clarence E. Maloy	2400.00

Helen Maloy Wall	$3000.00
Alice Maloy McMahon	3000.00

provided, however, that in case the net income shall during any period or periods be less than the amount required to provide for the above payments in full, the payments to the said children shall be reduced proportionately. Upon the death of any one or more of said children, the trustee shall distribute free from trust, in the case of each such death (said distribution to be made to the persons and corporations and in the proportions as hereinafter provided for the distribution of this trust estate upon the termination thereof), such proportion of the *corpus* of the trust estate as the income thereof payable annually to such decedent bears to the total annual income to be distributed to all of said children; provided, however, that the trustee may retain and continue to hold as part of the *corpus* so much thereof as in its judgment may be necessary to insure to the remaining children the payment of the annual income hereinabove mentioned. All payments of income to be made under the terms of this indenture shall be made in monthly or other convenient installments.

Section #3. This trust shall terminate upon the death of the last to survive of the donor, her said sister, Emma Barney Maloy, and the above mentioned children of the said Emma Barney Maloy, and the property then constituting this trust estate, including both *corpus* and undistributed income, shall be paid over and distributed free from trust to the same persons and corporations and in the same proportions as is provided for the distribution of the residue of the trust estate created by the indenture of trust executed on the fourteenth day of February, 1921, by the donor, Madge Barney Blake, as donor, and St.

Louis Union Trust Company, as trustee, in paragraph (3) thereof.

SECTION #4. Upon the donor's death, the said Charles B. Maloy and the said Clarence E. Maloy shall serve as co-trustees with the St. Louis Union Trust Company, and thereafter said trustees shall have and may exercise all of the powers hereinbefore expressly conferred upon said St. Louis Union Trust Company as trustee.

SECTION #5. As compensation for the services to be rendered hereunder, the corporate trustee (whether serving alone or as co-trustee) shall be entitled to receive a sum equal to two and one-half per cent (2½%) of all distributions of income made during the existence of this trust, said compensation to be paid as and when each such distribution shall be made. In addition thereto, as and when the *corpus* of this trust estate, or any part thereof, shall be distributed, free from trust, under the provisions of this indenture, said corporate trustee shall be entitled to receive a sum equal to two and one-half per cent (2½%) of the fair value of the *corpus* so distributed.

The individual trustees, as compensation for the services to be rendered by them, shall be entitled, collectively, to receive a sum equal to two and one-half per cent (2½%) of all distributions of income made during the period of their service as such trustees, said compensation to be divided equally between them. If, because of death or any other reason, only one of said individuals shall during any period act as co-trustee, then he shall be entitled during such period to receive all of the compensation hereinabove provided for the individual trustees.

SECTION #6. None of the beneficiaries of the trust herein created shall have the power or authority to sell, assign, pledge or otherwise anticipate any income or equitable in-

terest to which he or she may be entitled under the terms of this indenture, nor shall the same be subject to the debts of said beneficiaries or subject to any process at law or in equity to subject the same to the claims of their creditors, and any attempt upon the part of any beneficiary to violate the terms of this Section #6 shall be null and void.

Section #7. The donor hereby reserves the right to deposit other and additional funds, securities and/or property with the trustee to become a part of the trust estate herein created and subject to all of the terms and provisions of this indenture; and upon the receipt of any such funds, securities and/or property by the trustees, then and thereupon such funds, securities and/or property shall be and become a part of the trust estate herein created subject to all of the terms and provisions hereof.

Section #8. The donor hereby reserves the right to alter, modify or amend this indenture upon her written notice to the trustee, and upon the receipt by said trustee of such notice, together with a copy of the alteration, modification or amendment of this indenture, the same shall thereupon be and become a part of this indenture, and the trust estate shall be administered and distributed under the terms and provisions of this indenture as thus altered, modified or amended.

Section #9. The donor hereby reserves the right to revoke and vacate this trust in whole or in part, or to withdraw any of the said funds, securities or property from its operation at any time during her life, upon her written notice to the trustee, and upon the receipt of any such notice by the trustee revoking or vacating this trust or requesting the withdrawal of any of the said funds, securities or property, this trust as to such funds, securities or

property shall stand revoked and vacated, and the same shall be delivered unto the donor free from trust.

In Witness Whereof, the donor has hereunto set her hand, and the trustee, as evidence of its consent to act as trustee hereunder, has caused these presents to be executed in its corporate name by its vice-president and its corporate seal to be hereunto affixed, duly attested by its secretary, on the day and year first above written.

Executed in duplicate.

(S.) MADGE BARNEY BLAKE,
Donor.

ST. LOUIS UNION TRUST COMPANY,
Trustee.

By WM. R. SHEPLEY,
Vice-President.

Attest:
H. B. GROSS,
Asst. Secretary.